

This listing of claims will replace all prior versions, and listings, of claims in the application:

**LISTING OF CLAIMS:**

Claims 1-8 (previously cancelled)

Claim 9 (Cancelled)

10. (previously amended) A liposome composition which comprises

(i) an antineoplastic alkylphospholipid,

(ii) an antineoplastic water -or lipid-soluble antiestrogen associated in liposomal form with said antineoplastic alkylphospholipid,

(iii) a nonneoplastic phospholipid, and

optionally one or more of (iv) a sterol, (v) a positively or negatively charged lipid, and (vi) a PEG lipid.

11. (previously amended) The composition of claim 10, wherein said alkylphospholipid has the formula



wherein

R is a C<sub>12-22</sub> alkyl, alkenyl, or alkynyl residue,

Y is oxygen, sulfur, or a CH<sub>2</sub> residue,

P is a PO<sub>2</sub> residue, and

X is a choline, or modified choline residue, or serine, ethanolamine, or glycerine group, or a synthetic modification thereof.

12. (previously amended) The composition of claim 10, wherein said alkylphospholipid is hexadecylphosphocholine, octadecylphosphocholine, erucylphosphocholine, octadecyl-[2-(N-methylpiperidino)ethyl]phosphate, octadecylphosphoethanolamine, or hexadecyl-phosphoserine.

13. (previously amended) The composition of claim 10, wherein said antiestrogen is tamoxifen, droloxifen, toremifen, idoxiphen, raloxiphen, miproxiphen-phosphate (TAT-59), 7 $\alpha$ -[9-[N-butyl-N-methylaminocarbonyl]decyl]estra-1,3,5(10)-triene-3,17 $\beta$ -diol, 7 $\alpha$ -[9-[4,4,5,5,5-pentafluoropentyl)sulfonyl]nonyl]estra-1,3,5(10)-triene-3,17 $\beta$ -diol, 4-hydroxy tamoxi-phen, N-desmethyltamoxiphen.

14. (previously amended) The composition of claim 10, wherein said nonneoplastic phospholipid is a naturally occurring or synthetic material, with a lipid : antiestrogen molar ratio of between 0-10 : 1 (m/m).

15. (previously amended) The composition of claim 14, wherein said nonneoplastic phospholipid is phosphocholine, serine, ethanolamine, glycerol.

16. (previously amended) The composition of claim 10, wherein said sterol is cholesterol, or sitosterol in a sterol : alkylphospholipid molar ratio of 0-1 : 1.

17. (previously amended) The composition of claim 10, wherein said PEG lipid is N-(O-methoxy-polyethyleneglycyl)-1,2-distearyl-s,n-glycero-3-phosphoethanolamine (PEG<sub>2000</sub>-DSPE).

18. (previously amended) The composition of claim 10, wherein said antineoplastic phospholipid is octadecyl-(N,N-dimethylpiperidin-4-yl)-phosphate, and said antineoplastic antiestrogen is tamoxiphen.